

OBM No. 0651-0011 (exp. 4/94)



Y 7-11-00

To the Honorable Commis:

101428852

Record the attached original documents or copy thereof.

1. Name of conveying party(ies).

The Colonel's Rugged Liner, Inc.

- Individual(s)
- General Partnership
- Corporation-State
- Other
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached? () Yes (X) No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other
- Merger
- Change of Name

Execution Date: June 22, 2000

2. Name and address of receiving party(ies):

Name: International Liner Co.
Internal Address: _____

Street Address: _____

City: Mt. Braddock State: PA ZIP: 15465

- Individual(s) citizenship _____
- Association _____
- General Partnership _____
- Limited Partnership _____
- Corporation-State Pennsylvania
- Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached: () Yes () No

(Designations must be a separate document from assignment)

Additional name(s) & address(es) attached? () Yes (X) No

4. Application number(s) or patent number(s):

A. Trademark Application No.(s)

B. Trademark Registration No.(s) 1,510,054;
1,698,357; 1,736,403; 2,147,224; 2,219,920

Additional numbers attached? () Yes (X) No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: PRICE & ADAMS

Internal Address: _____

Street Address: 4135 Brownsville Road

P.O. Box 98127

City: Pittsburgh State: PA ZIP: 15227

6. Total number of applications and registrations involved: (5)

7. Total fee (37 CFR 3.41).....\$ 140.00

- Enclosed
- Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

08/10/2000 DC0ATES 00000031 1510054

01 FC:481 40.00 DF
02 FC:482 100.00 DF

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

John M. Adams
Name of Person Signing

John M. Adams
Signature

July 7, 2000
Date

Total number of pages including cover sheet, attachments, and document: (3)

Mail documents to be recorded with the required cover sheet information to:

Commissioner of Patents and Trademarks, Box Assignment

ASSIGNMENT

IN CONSIDERATION OF a Purchase and Sale Agreement and other good and valuable consideration in hand paid, the receipt and sufficiency of which is hereby acknowledged, The Colonel's Rugged Liner, Inc. ("Assignor"), a corporation organized under the laws of the Commonwealth of Pennsylvania, hereby assigns to International Liner Co. ("Assignee"), a corporation organized under the laws of the Commonwealth of Pennsylvania, its successors and assigns, any and all right, title and interest Assignor may have in the patents and trademarks, including the right to sue for part infringement, together with the goodwill of the business in which the trademarks are used and symbolized by the trademarks, shown on Schedule A attached hereto and incorporated herein by reference.

For said consideration Assignor hereby agrees upon the request and at the expense of Assignee, its successors and assigns, to cooperate to the best of the ability of Assignor with Assignee, its successors and assigns, in any proceedings or transactions involving such patents and trademarks including the giving and producing of evidence, and performing any and all other acts necessary to vest all rights in such patents and trademarks, hereby conveyed to Assignee, its successors and assigns, whereby such patents and trademarks will be held and enjoyed by Assignee, its successors and assigns, to the full term of their use as fully and entirely as the same would have been held and enjoyed by Assignor if this Assignment had not been made.

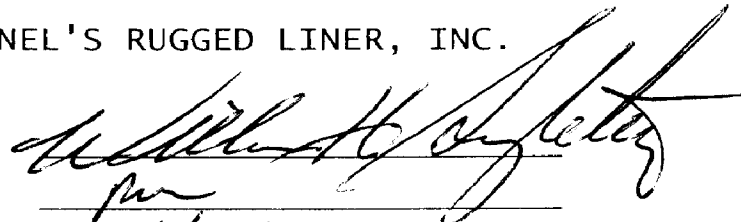
This Agreement shall be effective as of the 22nd day of June, 2000.

THE COLONEL'S RUGGED LINER, INC.

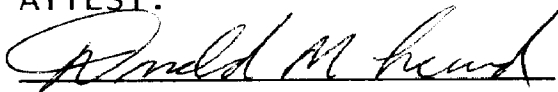
By:

Title:

Date:


per _____
6/22/00

ATTEST:



SCHEDULE A
UNITED STATES PATENTS

<u>Patent No.</u>	<u>Title</u>	<u>Issue Date</u>
4,313,636	Folding Cover for Truck Bed	February 2, 1982
4,824,162	Cover for Pickup Truck Bed	April 25, 1989

UNITED STATES TRADEMARKS

<u>Mark</u>	<u>Registration No.</u>	<u>Registration Date</u>
AEROCOVER	1,510,054	October 25, 1998
CHESTLINER	1,698,357	June 30, 1992
GROUND FORCE	1,736,403	December 1, 1992
CARGO SHIELD	2,147,224	March 31, 1998
FLOOR SHIELDS	2,219,920	January 26, 1999